

**DECLARATION AND POWER OF ATTORNEY
FOR PATENT APPLICATION**

As a below-named inventor I hereby declare that:

- My residence, post office address and citizenship are as stated below next to my name.
- I believe I am an original, first and joint Inventor of the subject matter which is claimed and for which a patent is sought on the Invention entitled "Somatic Cell Line", the specification of which

[] is attached hereto

[X] was filed on April 22, 1999 as

[X] United States Application Number 09/298,508

[] PCT International Application Number

[] was amended on

- I hereby state that I have reviewed and understand the contents of the above identified application, including the claim and the drawing.
- I acknowledge the duty to disclose information which is material to the examination of this application, as defined 37 CFR §1.56.
- As to the subject matter of this application:
 - a. I do not know and do not believe that the same was ever known or used in the United States of America before my invention thereof or patented or described in any printed publication in any country before our invention thereof or more than one year prior to the date of this application, or in public use or on sale in the United States of America more than one year prior to the date of this application,
 - b. said subject matter has not been patented or made the subject of an inventor's certificate issued in any country foreign to the United States of America on an application filed by me or my legal representative or assigns more than twelve months prior to the date of this application;
 - c. No application for patent or inventor's certificate on said invention has been filed by me or my representative or assigns in any country foreign to the United States of America.
 - d. I acknowledge the duty to disclose information which is material to patentability, as defined 37 CFR §1.56, which became available between the filing date of the prior application and the date of this application.

[] I hereby claim the benefit under Title 35, United States Code § 119(e) of any United States provisional application(s) listed below.

Application Number(s)	Filing Date (MM/DD/YYYY)
60/106,728	11/2/1998

- I hereby appoint the following attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

Byron V. Olsen, Reg. No. 42,960

- Address all telephone calls to Byron V. Olsen at telephone number 508-661-8150
- Fax communications should be sent to telephone number 508-370-3797
- E-mail communications should be addressed to: byron.olsen@gtc-bio.com

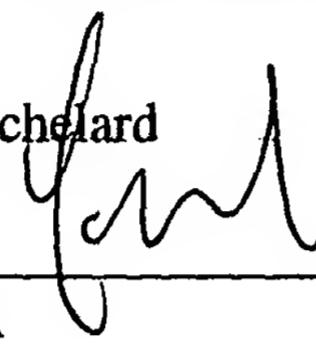
"Recognizing that Internet communications are not secured, I hereby authorize the PTO to communicate with me concerning any subject matter of this application by electronic mail. I understand that a copy of these communications will be made of record in the application file"

- Address all correspondence to:

GTC Biotherapeutics, Inc.
175 Crossing Boulevard, Suite 410
Framingham MA 01702

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true, and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of Inventor: Yann Echelard

Inventor's Signature: 

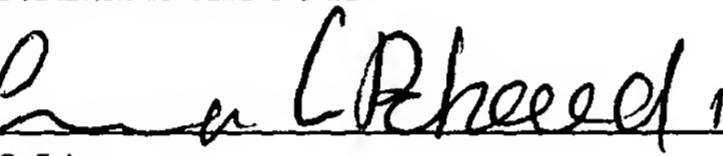
Date: 11-12-02

Residence: Jamaica Plains, MA

Citizenship: Canada

Post Office Address: 248 Moss Hill Road
Jamaica Plains, MA 02131

Full name of Inventor: Esmail Behboodi

Inventor's Signature: 

Date: 11-20-02

Residence: Shrewsbury, MA

Citizenship: United States

Post Office Address: 45 Shrewsbury Common Drive, #48
Shrewsbury, MA 01545

Full name of Inventor: David Melican

Inventor's Signature: 

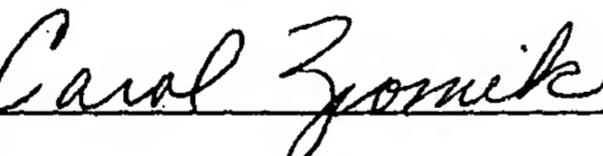
Date: 6-Nov-02

Residence: Fiskdale, MA

Citizenship: United States

Post Office Address: 296 Brookfield Road
Fiskdale, MA 01518

Full name of Inventor: Carol Ziomek

Inventor's Signature: 

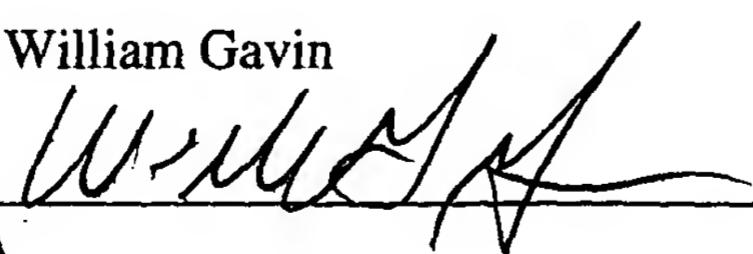
Date: 11-20-02

Residence: Milford, MA

Citizenship: United States

Post Office Address: 17 Shadowbrook Lane, #6
Milford, MA 01757

Full name of Inventor: William Gavin

Inventor's Signature: 

Date: 11-6-02

Residence: Dudley, MA

Citizenship: United States

Post Office Address: 86 Dudley Oxford Road
Dudley, MA 01571

010799/0380 PAGE 2

SERIAL NUMBER: 09298508
PATENT NUMBER:

FILING DATE: 04/22/1999
ISSUE DATE:

ANNE HARRELL, PARALEGAL
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

05-24-2000

SHEET

MAY - 8



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Assistant Commissioner for Patents: P

1. Name of conveying party(ies):

Yann Echelard, Esmail Behboodi, David Melican,
Carol Ziomek and William Gavin

Additional name(s) attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: 4/6/2000; 4/25/2000; 4/12/2000;
4/14/2000; and 4/7/2000

GENZYME TRANSGENICS CORPORATION
175 Crossing Boulevard
Framingham, Massachusetts 01701-9322
United States of America

Additional names/addresses attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed with a new application, the execution date of the application is:

A. Patent Application No(s).:

09/298,508

B: Patent No(s).:

Additional numbers attached? Yes No

5. Name/address of party to whom correspondence concerning
document should be mailed:

LOUIS MYERS
Fish & Richardson P.C.
225 Franklin Street
Boston, MA 02110-2804

6. Total number of applications/patents involved: 1

7. Total fee (37 CFR §3.41): \$40

- Enclosed
- Authorized to charge Deposit Account.

8. Deposit Account No.: 06-1050

Please apply any additionally charges, or any credits, to our
Deposit Account No. 06-1050.

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05/24/2000 JSHABAZZ 00000039 09298508

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9. Statement and Signature: *To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Louis Myers
Reg. No. 35,965
Name of Person Signing

Signature

Date

2 day 00

Total number of pages including coversheet, attachments and document: 7

20070786.doc

CERTIFICATE OF MAILING BY FIRST CLASS MAIL

I hereby certify under 37 CFR §1.8(a) that this correspondence is being deposited with the United States Postal Service as first class mail with sufficient postage on the date indicated below and is addressed to the Commissioner of Patents, Washington, D.C. 20231.

May 2, 2000
Date of Deposit

Signature

Anne Guerra
Typed Name of Person Signing Certificate

ASSIGNMENT

For valuable consideration, we, Yann Echelard, Esmail Behboodi, David Melican, Carol Ziomek and William Gavin hereby assign to GENZYME TRANSGENICS CORPORATION, a Massachusetts corporation having a place of business at:

175 Crossing Boulevard
Framingham, Massachusetts 01701-9322
United States of America

and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of an application for United States Patent signed by us this day, entitled SOMATIC CELL LINE, filed April 22, 1999, and assigned U.S. Serial Number 09/298,508, this assignment including said application, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our name or in its own name for patents, utility models, design registrations and like rights of exclusion and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

IN WITNESS WHEREOF, I hereto set my hand and seal at 175 Crossing Blvd Fentonham
this 6 day April of, 2000

Yann Echelard

L.S.

State of Massachusetts:

: ss.

County of Middlesex:

Before me this 6 day of April, 2000, personally
appeared known to me to be the person whose name is subscribed to the foregoing Assignment
and acknowledged that he executed the same as his free act and deed for the purposes therein
contained.

USA Marie Seavey
Notary Public

My Commission Expires:

USA MARIE SEAVEY
Notary Public

My Comm. Expires Dec. 13, 2002

[Notary's Seal Here]

IN WITNESS WHEREOF, I hereto set my hand and seal at 175 Crossing Boulevard Framingham
this 25 day April 1, of, 2000

Esmail Behboodi

L.S.

State of Massachusetts:

: ss.

County of Middlesex:

Before me this 25 day of April 1, 2000, personally
appeared known to me to be the person whose name is subscribed to the foregoing Assignment
and acknowledged that he executed the same as his free act and deed for the purposes therein
contained.

Lisa Marie Seavey

Notary Public

My Commission Expires:

LISA MARIE SEAVEY

Notary Public

My Comm. Expires Dec. 13, 2002

[Notary's Seal Here]

IN WITNESS WHEREOF, I hereto set my hand and seal at _____,
this 12th day April of, 2000

State of MA. :

: ss.

County of Worcester

Before me this 12th day of April, 2000, personally appeared known to me to be the person whose name is subscribed to the foregoing Assignment and acknowledged that he executed the same as his free act and deed for the purposes therein contained.

~~Notary Public~~

My Commission Expires: 8/2007

[Notary's Seal Here]

IN WITNESS WHEREOF, I hereto set my hand and seal at 175 Crossing Boulevard Framingham
this 14 day April of, 2000
Carol Ziomek
Carol Ziomek

L.S.

State of Massachusetts

: ss.

County of Middlesex:

Before me this 14 day of April, 2000, personally
appeared known to me to be the person whose name is subscribed to the foregoing Assignment
and acknowledged that he executed the same as his free act and deed for the purposes therein
contained.

USA Marie Seavey
Notary Public

My Commission Expires:

USA MARIE SEAVEY
Notary Public

My Comm. Expires Dec. 13, 2002

[Notary's Seal Here]

IN WITNESS WHEREOF, I hereto set my hand and seal at 175 Crossing Blvd Framingham
this 7th day April of 2000

W.M.G.

William Gavin

L.S.

State of Massachusetts

: ss.

County of Middlesex:

Before me this 7th day of April, 2000, personally
appeared known to me to be the person whose name is subscribed to the foregoing Assignment
and acknowledged that he executed the same as his free act and deed for the purposes therein
contained.

Lisa Marie Seavey
Notary Public

My Commission Expires:

LISA MARIE SEAVEY
Notary Public
My Comm. Expires Dec. 13, 2002

[Notary's Seal Here]